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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 9402
(BONA VISTA PROGRAMS, INC.)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Bona Vista Programs, Inc. ("Bona Vista") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 9402 (Bona Vista Programs, Inc.) and agree and state as follows:

WHEREAS on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS Bona Vista filed proof of claim number 9402 against Delphi on July 12, 2006, which asserts an unsecured non-priority claim in the amount of \$15,383.14 (the "Claim") stemming from services performed prior to the Petition Date.

WHEREAS the Debtors objected to the Claim pursuant to the Debtors' Eleventh Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (a) Insufficiently Documented Claims, (b) Claims Not Reflected On Debtors' Books And Records, (c) Untimely Claims, And (d) Claims Subject To Modification (Docket No. 7301) (the "Eleventh Omnibus Claims Objection") which was filed on March 16, 2007.

WHEREAS on April 12, 2007, Bona Vista filed its letter response (Docket No. 7650) (the "Response") to the Eleventh Omnibus Claims Objection.

WHEREAS on July 13, 2007, to resolve the Eleventh Omnibus Claims Objection with respect to the Claim, DAS LLC and Bona Vista entered into a settlement agreement (the "Settlement Agreement").

WHEREAS pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that the Claim shall be allowed against DAS LLC in the amount of \$15,383.14.

WHEREAS, Bona Vista acknowledges that it has been given the opportunity to consult with counsel before executing the Settlement Agreement and is executing such Settlement Agreement without duress or coercion and without reliance on any representations, warranties, or commitments other than those representations, warranties, and commitments set forth in the Settlement Agreement.

WHEREAS DAS LLC is authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 4414) entered by this Court on June 29, 2006.

THEREFORE, the Debtors and Bona Vista stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$15,383.14 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
2. Bona Vista shall withdraw its Response to the Eleventh Omnibus Claims Objection with prejudice.

So Ordered in New York, New York, this 20th day of July, 2007

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

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